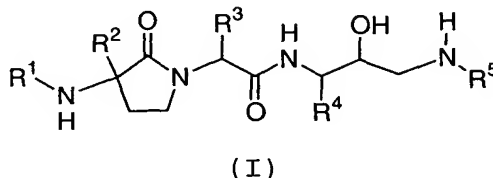


What is claimed is:

1. A compound of Formula (I)

5



or a stereoisomer; or a pharmaceutically acceptable  
10 salt thereof, wherein

R<sup>1</sup> is selected from the group consisting of  
-C(=O)R<sup>1a</sup>, -S(=O)R<sup>1a</sup>, -S(=O)<sub>2</sub>R<sup>1a</sup>, -C(=O)OR<sup>1a</sup>,  
-C(=O)NHR<sup>1a</sup>, and C<sub>1</sub>-C<sub>6</sub> alkyl optionally  
15 substituted with R<sup>1b</sup>;

R<sup>1a</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with R<sup>1b</sup>;

R<sup>1b</sup> is independently selected from the group consisting  
20 of halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CO<sub>2</sub>R<sup>6</sup>, -C(=O)NR<sup>6</sup>R<sup>6</sup>,  
-NR<sup>6</sup>C(=O)R<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>, -NR<sup>6</sup>SO<sub>2</sub>R<sup>6</sup>, -C(=O)R<sup>6</sup>, -S(=O)R<sup>6</sup>,  
-SO<sub>2</sub>R<sup>6</sup>, -SO<sub>2</sub>NR<sup>6</sup>R<sup>6</sup>, -SR<sup>6</sup>, -S(C<sub>1</sub>-C<sub>4</sub> haloalkyl), -OR<sup>6</sup>,  
-O(C<sub>1</sub>-C<sub>4</sub> haloalkyl), -(C<sub>3</sub>-C<sub>7</sub>)cycloalkyl,  
-imidazole, -thiazole, -oxazole, -(C<sub>2</sub>-C<sub>6</sub>)alkenyl,  
25 and -(C<sub>2</sub>-C<sub>6</sub>)alkynyl;

R<sup>2</sup> is selected from the group consisting of  
C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>2</sub>-C<sub>4</sub> alkynyl, and

C<sub>3</sub>-C<sub>6</sub> cycloalkyl in which each group is optionally substituted with halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CH<sub>3</sub>, -CH<sub>2</sub>CH<sub>3</sub>, -OCH<sub>3</sub>, -OCH<sub>2</sub>CH<sub>3</sub>, or -(C<sub>3</sub>-C<sub>7</sub>)cycloalkyl;

R<sup>3</sup> is selected from the group consisting of  
5 C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, and C<sub>2</sub>-C<sub>4</sub> alkynyl optionally substituted with R<sup>3a</sup>, or phenyl optionally substituted with R<sup>3b</sup>;

R<sup>3a</sup> is selected from the group consisting of R<sup>3b</sup>, C<sub>3</sub>-C<sub>6</sub>  
10 cycloalkyl optionally substituted with R<sup>3b</sup>, phenyl optionally substituted with R<sup>3b</sup>, and 3,4-methylenedioxyphenyl;

R<sup>3b</sup> is independently selected at each occurrence from  
15 the group consisting of halogen, -NO<sub>2</sub>, -CN, -C<sub>1</sub>-C<sub>4</sub>alkyl, -OH, -OCH<sub>3</sub>, -OCH<sub>2</sub>CH<sub>3</sub>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -SCF<sub>3</sub>, -C(=O)R<sup>6</sup>, -NR<sup>6</sup>C(=O)R<sup>6</sup>, -NR<sup>6</sup>SO<sub>2</sub>R<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>, -OC(=O)NR<sup>6</sup>R<sup>6</sup>, -NR<sup>6</sup>C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)OR<sup>6</sup>, -SR<sup>6</sup>, -S(=O)R<sup>6</sup>, -S(=O)<sub>2</sub>R<sup>6</sup>, and  
20 -S(=O)<sub>2</sub>NR<sup>6</sup>R<sup>6</sup>;

R<sup>4</sup> is selected from the group consisting of C<sub>1</sub>-C<sub>4</sub>  
alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, and C<sub>2</sub>-C<sub>4</sub> alkynyl optionally substituted with R<sup>4a</sup>;

25 R<sup>4a</sup> is selected from R<sup>4b</sup>, or phenyl optionally substituted with R<sup>4b</sup>;

R<sup>4b</sup> is selected from the group consisting of halogen,  
30 -NO<sub>2</sub>, -CN, -NCS, -CH<sub>3</sub>, -CH<sub>2</sub>CH<sub>3</sub>, -CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, -CH(CH<sub>3</sub>)<sub>2</sub>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -SCF<sub>3</sub>, -OH, -OCH<sub>3</sub>,

-OCH<sub>2</sub>CH<sub>3</sub>, -SH, -SCH<sub>3</sub>, -SCH<sub>2</sub>CH<sub>3</sub>, -CO<sub>2</sub>H, -CO<sub>2</sub>CH<sub>3</sub>,  
-CO<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, -NH<sub>2</sub>, -NH(CH<sub>3</sub>), -N(CH<sub>3</sub>)<sub>2</sub>, -C(=O)NH<sub>2</sub>,  
-C(=O)NH(CH<sub>3</sub>), -C(=O)N(CH<sub>3</sub>)<sub>2</sub>, -C(=O)H, -C(=O)CH<sub>3</sub>,  
-NHC(=O)CH<sub>3</sub>, and -NHSO<sub>2</sub>CH<sub>3</sub>;

5

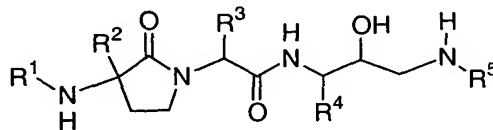
R<sup>5</sup> is C<sub>1</sub>-C<sub>10</sub> alkyl optionally substituted with R<sup>5a</sup>;

R<sup>5a</sup> is selected from the group consisting of R<sup>5b</sup>,  
C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl, and  
10 phenyl optionally substituted with R<sup>5b</sup>;

R<sup>5b</sup> is selected from the group consisting of R<sup>6</sup>,  
halogen, -CN, -CF<sub>3</sub>, -NO<sub>2</sub>, -NCS, -OCF<sub>3</sub>, -CO<sub>2</sub>H,  
-C(=O)H, -OR<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>, -OC(=O)NR<sup>6</sup>R<sup>6</sup>,  
15 -NR<sup>6</sup>C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)OR<sup>6</sup>, -SR<sup>6</sup>,  
-S(=O)R<sup>6</sup>, -S(=O)<sub>2</sub>R<sup>6</sup>, and -S(=O)<sub>2</sub>NR<sup>6</sup>R<sup>6</sup>; and

R<sup>6</sup> is independently selected at each occurrence from  
the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl and  
20 phenyl.

2. The compound of Claim 1 having the Formula (I)



25

(I)

or a stereoisomer; or a pharmaceutically acceptable  
salt thereof, wherein

R<sup>1</sup> is selected from the group consisting of -C(=O)R<sup>1a</sup>,  
-S(=O)R<sup>1a</sup>, -S(=O)<sub>2</sub>R<sup>1a</sup>, -C(=O)OR<sup>1a</sup>, and -C(=O)NHR<sup>1a</sup>;

R<sup>1a</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with R<sup>1b</sup>;

5

R<sup>1b</sup> is independently selected from the group consisting  
of halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CO<sub>2</sub>R<sup>6</sup>, -C(=O)NR<sup>6</sup>R<sup>6</sup>,  
-NR<sup>6</sup>C(=O)R<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>, -OR<sup>6</sup>, -(C<sub>3</sub>-C<sub>7</sub>)cycloalkyl,  
-imidazole, -thiazole, -oxazole, -(C<sub>2</sub>-C<sub>6</sub>)alkenyl,  
and -(C<sub>2</sub>-C<sub>6</sub>)alkynyl;

10

R<sup>2</sup> is selected from the group consisting of  
C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>2</sub>-C<sub>4</sub> alkynyl, and  
C<sub>3</sub>-C<sub>6</sub> cycloalkyl in which each group is optionally  
substituted with halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CH<sub>3</sub>,  
-CH<sub>2</sub>CH<sub>3</sub>, -OCH<sub>3</sub>, -OCH<sub>2</sub>CH<sub>3</sub>, or C<sub>3</sub>-C<sub>7</sub> cycloalkyl;

15

R<sup>3</sup> is C<sub>1</sub>-C<sub>4</sub> alkyl optionally substituted with R<sup>3a</sup>;

20 R<sup>3a</sup> is selected from the group consisting of R<sup>3b</sup>,  
C<sub>3</sub>-C<sub>6</sub> cycloalkyl optionally substituted with R<sup>3b</sup>,  
phenyl optionally substituted with R<sup>3b</sup>, and  
3,4-methylenedioxyphenyl;

25 R<sup>3b</sup> is independently selected at each occurrence from  
the group consisting of halogen, -NO<sub>2</sub>, -CN,  
-C<sub>1</sub>-C<sub>4</sub>alkyl, -OH, -OCH<sub>3</sub>, -OCH<sub>2</sub>CH<sub>3</sub>, -CF<sub>3</sub>, -OCF<sub>3</sub>,  
-SCF<sub>3</sub>, -C(=O)R<sup>6</sup>, -NR<sup>6</sup>C(=O)R<sup>6</sup>, -NR<sup>6</sup>SO<sub>2</sub>R<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>,  
-OC(=O)NR<sup>6</sup>R<sup>6</sup>, -NR<sup>6</sup>C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)NR<sup>6</sup>R<sup>6</sup>,  
-C(=O)OR<sup>6</sup>, -SR<sup>6</sup>, -S(=O)R<sup>6</sup>, -S(=O)<sub>2</sub>R<sup>6</sup>, and  
-S(=O)<sub>2</sub>NR<sup>6</sup>R<sup>6</sup>;

30

R<sup>4</sup> is C<sub>1</sub>-C<sub>4</sub> alkyl optionally substituted with R<sup>4a</sup>;

R<sup>4a</sup> is R<sup>4b</sup> or phenyl optionally substituted with R<sup>4b</sup>;

- 5 R<sup>4b</sup> is selected from the group consisting of halogen,  
-NO<sub>2</sub>, -CN, -NCS, -CH<sub>3</sub>, -CH<sub>2</sub>CH<sub>3</sub>, -CH<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>,  
-CH(CH<sub>3</sub>)<sub>2</sub>, -CF<sub>3</sub>, -OCF<sub>3</sub>, -SCF<sub>3</sub>, -OH, -OCH<sub>3</sub>,  
-OCH<sub>2</sub>CH<sub>3</sub>, -SH, -SCH<sub>3</sub>, -SCH<sub>2</sub>CH<sub>3</sub>, -CO<sub>2</sub>H, -CO<sub>2</sub>CH<sub>3</sub>,  
-CO<sub>2</sub>CH<sub>2</sub>CH<sub>3</sub>, -NH<sub>2</sub>, -NH(CH<sub>3</sub>), -N(CH<sub>3</sub>)<sub>2</sub>, -C(=O)NH<sub>2</sub>,  
10 -C(=O)NH(CH<sub>3</sub>), -C(=O)N(CH<sub>3</sub>)<sub>2</sub>, -C(=O)H, -C(=O)CH<sub>3</sub>,  
-NHC(=O)CH<sub>3</sub>, and -NHSO<sub>2</sub>CH<sub>3</sub>;

R<sup>5</sup> is C<sub>1</sub>-C<sub>10</sub> alkyl optionally substituted with R<sup>5a</sup>;

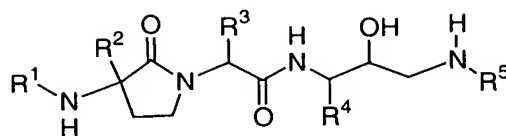
- 15 R<sup>5a</sup> is selected from the group consisting of R<sup>5b</sup>,  
C<sub>3</sub>-C<sub>8</sub> cycloalkyl, C<sub>2</sub>-C<sub>6</sub> alkenyl, C<sub>2</sub>-C<sub>6</sub> alkynyl  
optionally substituted with R<sup>5b</sup>, and phenyl  
optionally substituted with R<sup>5b</sup>;

- 20 R<sup>5b</sup> is selected from the group consisting of R<sup>6</sup>,  
halogen, -CN, -CF<sub>3</sub>, -NO<sub>2</sub>, -NCS, -OCF<sub>3</sub>, -CO<sub>2</sub>H,  
-C(=O)H, -OR<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>, -OC(=O)NR<sup>6</sup>R<sup>6</sup>,  
-NR<sup>6</sup>C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)OR<sup>6</sup>, -SR<sup>6</sup>,  
-S(=O)R<sup>6</sup>, -S(=O)<sub>2</sub>R<sup>6</sup>, and -S(=O)<sub>2</sub>NR<sup>6</sup>R<sup>6</sup>; and

25

R<sup>6</sup> is independently selected at each occurrence from  
the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl and  
phenyl.

- 30 3. The compound of Claim 2 having the Formula (I)



(I)

or a stereoisomer; or a pharmaceutically acceptable  
5 salt thereof, wherein

R<sup>1</sup> is selected from the group consisting of -C(=O)R<sup>1a</sup>,  
-S(=O)R<sup>1a</sup>, -S(=O)<sub>2</sub>R<sup>1a</sup>, -C(=O)OR<sup>1a</sup>, and -C(=O)NHR<sup>1a</sup>;

10 R<sup>1a</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with R<sup>1b</sup>;

R<sup>1b</sup> is independently selected from the group consisting  
of halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CO<sub>2</sub>R<sup>6</sup>, -C(=O)NR<sup>6</sup>R<sup>6</sup>,  
-NR<sup>6</sup>C(=O)R<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>, -OR<sup>6</sup>, -(C<sub>3</sub>-C<sub>7</sub>)cycloalkyl,  
15 -imidazole, -thiazole, -oxazole, -(C<sub>2</sub>-C<sub>6</sub>)alkenyl,  
and -C<sub>2</sub>-C<sub>6</sub>alkynyl;

R<sup>2</sup> is selected from the group consisting of  
C<sub>1</sub>-C<sub>4</sub> alkyl, C<sub>2</sub>-C<sub>4</sub> alkenyl, C<sub>2</sub>-C<sub>4</sub> alkynyl, and  
20 C<sub>3</sub>-C<sub>6</sub> cycloalkyl in which each group is optionally  
substituted with halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -CH<sub>3</sub>,  
-CH<sub>2</sub>CH<sub>3</sub>, -OCH<sub>3</sub>, -OCH<sub>2</sub>CH<sub>3</sub>, and C<sub>3</sub>-C<sub>7</sub> cycloalkyl;

R<sup>3</sup> is C<sub>1</sub>-C<sub>4</sub> alkyl optionally substituted with R<sup>3a</sup>;

25

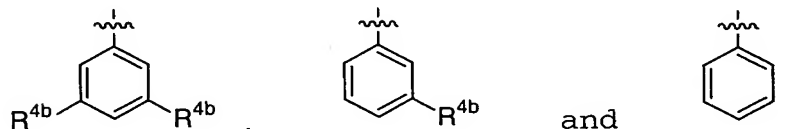
R<sup>3a</sup> is selected from the group consisting of R<sup>3b</sup>, C<sub>3</sub>-C<sub>6</sub>  
cycloalkyl optionally substituted with R<sup>3b</sup>, phenyl  
optionally substituted with R<sup>3b</sup>, and  
3,4-methylenedioxyphenyl;

$R^{3b}$  is independently selected at each occurrence from the group consisting of halogen,  $-\text{NO}_2$ ,  $-\text{CN}$ ,  $-(\text{C}_1\text{-C}_4)\text{alkyl}$ ,  $-\text{CF}_3$ ,  $-\text{OH}$ ,  $-\text{OCH}_3$ ,  $-\text{OCH}_2\text{CH}_3$ ,  $\text{OCF}_3$ ,  $-\text{SCF}_3$ ,  $-\text{C}(=\text{O})\text{R}^6$ ,  $-\text{NR}^6\text{C}(=\text{O})\text{R}^6$ ,  $-\text{NR}^6\text{SO}_2\text{R}^6$ ,  $-\text{NR}^6\text{R}^6$ ,  
 5  $-\text{OC}(=\text{O})\text{NR}^6\text{R}^6$ ,  $-\text{NR}^6\text{C}(=\text{O})\text{NR}^6\text{R}^6$ ,  $-\text{C}(=\text{O})\text{NR}^6\text{R}^6$ ,  $-\text{C}(=\text{O})\text{OR}^6$ ,  $-\text{SR}^6$ ,  $-\text{S}(=\text{O})\text{R}^6$ ,  $-\text{S}(=\text{O})_2\text{R}^6$ , and  $-\text{S}(=\text{O})_2\text{NR}^6\text{R}^6$ ;

$R^4$  is  $\text{C}_1\text{-C}_4$  alkyl substituted with  $R^{4a}$ ;

10

$R^{4a}$  is selected from the group consisting of



15  $R^{4b}$  is selected from the group consisting of F, Cl, Br,  $-\text{CH}_3$ ,  $-\text{CH}_2\text{CH}_3$ ,  $-\text{CF}_3$ ,  $-\text{OCF}_3$ ,  $-\text{SCF}_3$ ,  $-\text{OH}$ ,  $-\text{OCH}_3$ ,  $-\text{SH}$ ,  $-\text{SCH}_3$ ,  $-\text{CO}_2\text{H}$ ,  $-\text{CO}_2\text{CH}_3$ ,  $-\text{NH}_2$ ,  $-\text{NH}(\text{CH}_3)$ ,  $-\text{N}(\text{CH}_3)_2$ ,  $-\text{C}(=\text{O})\text{NH}_2$ ,  $-\text{C}(=\text{O})\text{CH}_3$ , and  $-\text{NHC}(=\text{O})\text{CH}_3$ ;

20  $R^5$  is  $\text{C}_1\text{-C}_{10}$  alkyl optionally substituted with  $R^{5a}$ ;

$R^{5a}$  is selected from the group consisting of  $R^{5b}$ ,

$\text{C}_3\text{-C}_8$  cycloalkyl optionally substituted with  $R^{5b}$ ,  
 25  $\text{C}_2\text{-C}_6$  alkynyl optionally substituted with  $R^{5b}$ , and phenyl optionally substituted with  $R^{5b}$ ;

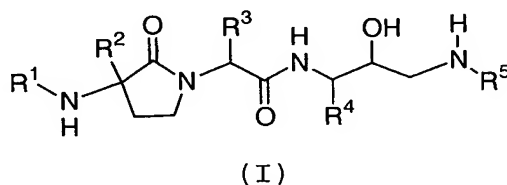
$R^{5b}$  is selected from the group consisting of  $R^6$ , halogen,  $-\text{CN}$ ,  $-\text{CF}_3$ ,  $-\text{NO}_2$ ,  $-\text{OCF}_3$ ,  $-\text{CO}_2\text{H}$ ,  $-\text{C}(=\text{O})\text{H}$ ,

-OR<sup>6</sup>, -NR<sup>6</sup>R<sup>6</sup>, -OC(=O)NR<sup>6</sup>R<sup>6</sup>, -NR<sup>6</sup>C(=O)NR<sup>6</sup>R<sup>6</sup>,  
 -C(=O)NR<sup>6</sup>R<sup>6</sup>, -C(=O)OR<sup>6</sup>, -SR<sup>6</sup>, -S(=O)R<sup>6</sup>, -S(=O)<sub>2</sub>R<sup>6</sup>,  
 and -S(=O)<sub>2</sub>NR<sup>6</sup>R<sup>6</sup>; and

5 R<sup>6</sup> is independently selected at each occurrence from  
 the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl and  
 phenyl.

4. The compound of Claim 3 having the Formula (I)

10



or a stereoisomer; or a pharmaceutically acceptable  
 15 salt thereof, wherein

R<sup>1</sup> is selected from the group consisting of -C(=O)R<sup>1a</sup>,  
 -S(=O)R<sup>1a</sup>, -S(=O)<sub>2</sub>R<sup>1a</sup>, -C(=O)OR<sup>1a</sup>, and  
 -C(=O)NHR<sup>1a</sup>;

20

R<sup>1a</sup> is C<sub>1</sub>-C<sub>6</sub> alkyl optionally substituted with R<sup>1b</sup>;

R<sup>1b</sup> is independently selected from the group consisting  
 of halogen, -CF<sub>3</sub>, -OCF<sub>3</sub>, -NR<sup>6</sup>R<sup>6</sup>, -OR<sup>6</sup>,  
 25 -(C<sub>3</sub>-C<sub>7</sub>)cycloalkyl, -imidazole, thiazole, and  
 oxazole;

R<sup>2</sup> is selected from the group consisting of C<sub>1</sub>-C<sub>4</sub> alkyl  
 optionally substituted with halogen, -CF<sub>3</sub>, -OCH<sub>3</sub>,  
 30 -OCH<sub>2</sub>CH<sub>3</sub>, or C<sub>3</sub>-C<sub>7</sub> cycloalkyl;



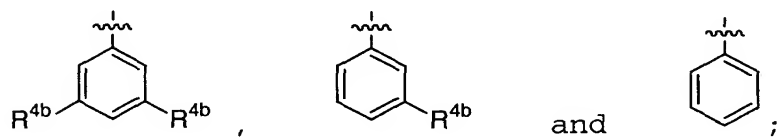
R<sup>3</sup> is C<sub>1</sub>-C<sub>4</sub> alkyl optionally substituted with R<sup>3a</sup>;

5 R<sup>3a</sup> is selected from the group consisting of phenyl  
optionally substituted with R<sup>3b</sup>, and  
3,4-methylenedioxyphenyl;

R<sup>3b</sup> is independently selected at each occurrence from  
the group consisting of F, Cl, R<sup>6</sup>, -CF<sub>3</sub>, OH,  
10 -OCH<sub>3</sub>, -OCH<sub>2</sub>CH<sub>3</sub>, and -NR<sup>6</sup>R<sup>6</sup>;

R<sup>4</sup> is C<sub>1</sub>-C<sub>4</sub> alkyl substituted with R<sup>4a</sup>;

15 R<sup>4a</sup> is selected from the group consisting of



R<sup>4b</sup> is selected from the group consisting of F, Cl, Br,  
-CH<sub>3</sub>, -CF<sub>3</sub>, -OH, -OCH<sub>3</sub>, -NH<sub>2</sub>, -NH(CH<sub>3</sub>), and  
20 -N(CH<sub>3</sub>)<sub>2</sub>;

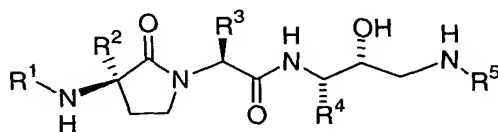
R<sup>5</sup> is C<sub>1</sub>-C<sub>2</sub> alkyl optionally substituted with R<sup>5a</sup>;

25 R<sup>5a</sup> is selected from the group consisting of R<sup>5b</sup>,  
C<sub>3</sub>-C<sub>4</sub> cycloalkyl optionally substituted with R<sup>5b</sup>,  
alkynyl, and phenyl optionally substituted with  
R<sup>5b</sup>;

R<sup>5b</sup> is selected from the group consisting of R<sup>6</sup>, F, Cl, -CN, -OR<sup>6</sup>, and -NR<sup>6</sup>R<sup>6</sup>; and

R<sup>6</sup> is independently selected at each occurrence from the group consisting of hydrogen, C<sub>1</sub>-C<sub>6</sub> alkyl and phenyl.

5. The stereoisomer compound of Claim 4 having the Formula (Ia)



(Ia)

or a pharmaceutically acceptable salt thereof.

15

6. The compound of Claim 1 of selected from the group consisting of

(2S)-2-(3(S)-Acetylamino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-(3,5-difluoro-benzyl)-2-hydroxy-3-(3-methoxy-benzylamino)-propyl]-4-phenyl-butylamide;

(2S)-2-(3(S)-Acetylamino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzylamino)-propyl]-4-phenyl-butylamide;

(2S)-2-(3(S)-Acetylamino-3-(cyclopropylmethyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzylamino)-propyl]-4-phenyl-butylamide;

(2S)-2-(3(S)-(2(S)-amino-5-carboxypentanoylamino)-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzylamino)-propyl]-4-phenyl-butylamide;

(2S)-2-(3(S)-(2-methoxy-acetyl-amino)-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-but-  
tyramide;

5 (2S)-2-(3(S)-propionyl-amino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-but-  
tyramide;

(2S)-2-(3(S)-ethoxycarbonyl-amino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-but-  
10 tyramide;

(2S)-2-(3(S)-methoxycarbonyl-amino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-but-  
tyramide;

(2S)-2-(3(S)-ethylureido-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-but-  
15 tyramide;

(2S)-2-(3(S)-(3-hydroxypropionyl-amino)-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-

20 tyramide;

(2S)-2-(3(S)-(4-hydroxybutyryl-amino)-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-but-  
tyramide;

25 (2S)-2-(3(S)-acetyl-amino-3-(isobutyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-methoxy-benzyl-amino)-propyl]-4-phenyl-but-  
tyramide;

(2S)-2-(3(S)-acetyl-amino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-chloro-benzyl-amino)-propyl]-4-phenyl-but-  
30 tyramide;

(2S)-2-(3(S)-acetyl-amino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(propargyl-amino)-propyl]-4-phenyl-but-  
tyramide;

- (2S)-2-(3(S)-acetylamino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3,5-difluorobenzylamino)-propyl]-4-phenyl-butyramide;
- 5 (2S)-2-(3(S)-acetylamino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-((3-trifluoromethylbenzyl)amino)-propyl]-4-phenyl-butyramide;
- 10 2-(3(S)-Acetylamino-3(S)-isobutyl-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-benzylamino-propyl]-4-phenyl-butyramide;
- (2S)-2-(3(S)-acetylamino-3-((S)-sec-butyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-2-hydroxy-3-(3-fluoro,5-(trifluoromethyl)benzylamino)-propyl]-4-phenyl-butyramide;
- 15 2-(3(S)-Acetylamino-3(S)-isobutyl-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-benzyl-3-(2-cyano-ethylamino)-2-hydroxy-propyl]-4-phenyl-butyramide;
- (2S)-2-(3(S)-acetylamino-3-(cyclopropylmethyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-(3-methoxybenzylamino)-propyl]-4-(2-methoxyphenyl)-butyramide;
- 20 (2S)-2-(3(S)-acetylamino-3-(cyclopropylmethyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-(3-methoxybenzylamino)-propyl]-4-(3,4-methylenedioxyphenyl)-butyramide;
- 25 (2S)-2-(3(S)-acetylamino-3-(cyclopropylmethyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-(3-methoxybenzylamino)-propyl]-4-(3-fluorophenyl)-butyramide;
- 30 (2S)-2-(3(S)-acetylamino-3-(cyclopropylmethyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-(3-methoxybenzylamino)-propyl]-4-(4-fluorophenyl)-butyramide; and

(2S)-2-(3(S)-acetylamino-3-(cyclopropylmethyl)-2-oxo-pyrrolidin-1-yl)-N-[(1S, 2R)-1-(3,5-difluorobenzyl)-2-hydroxy-3-(3-methoxybenzylamino)-propyl]-4-(3-methoxyphenyl)-butyramide;

5 or a pharmaceutically acceptable salt thereof.

7. A pharmaceutical composition for the treatment of disorders responsive to the inhibition of  $\beta$ -amyloid peptide production comprising a therapeutically  
10 effective amount of a compound of claim 1 in association with a pharmaceutically acceptable carrier or diluent.

8. A method for the treatment of disorders responsive  
15 to the inhibition of  $\beta$ -amyloid peptide production in a mammal in need thereof, which comprises administering to said mammal a therapeutically effective amount of a compound of claim 1.

20 9. A method of of claim 8 wherein said disorder is Alzheimer's Disease, cerebral amyloid angiopathy and Down's Syndrome.